

STATE OF NEW HAMPSHIRE

Fee for Form SRA: \$50.00

Filing fee: \$50.00

Total fees: \$100.00

Form No. LLC 1

RSA 304-C:12

CERTIFICATE OF FORMATION

THE UNDERSIGNED, UNDER THE NEW HAMPSHIRE LIMITED LIABILITY COMPANY LAWS, SUBMITS THE FOLLOWING CERTIFICATE OF FORMATION:

FIRST: The name of the Limited Liability Company is Baroni Family, LLC.

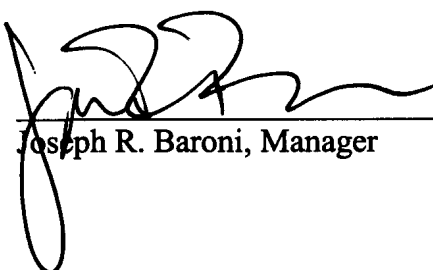
SECOND: The nature of the primary business is to invest in, own, manage, and otherwise deal with real estate of every kind, securities of every kind (including without limitation stocks, options, warrants, promissory notes secured by deeds of trust, bonds, limited partnership interests), physical commodities and commodity futures, and ownership interests and indebtedness of every kind; to engage in other investment activities that offer the opportunity for an appropriate return; to make direct investments or form partnerships, corporations or other entities for the purpose of making investments. The Company is further empowered to engage in any business allowed to be carried on by limited liability companies formed under New Hampshire RSA Chapter 304-C.

THIRD: The name of the limited liability company's registered agent is John E. Hughes, Esquire, and the street address of its registered office is 900 Elm Street, P.O. Box 326, Manchester, New Hampshire 03105-0326.

FOURTH: Management of the Company is vested in a manager or managers.

FIFTH: There shall be no fixed date upon which the Company shall dissolve.

Dated: April 19, 2006



Joseph R. Baroni, Manager

Form SRA – Addendum to Business Organization and Registration Forms
Statement of Compliance with New Hampshire Securities Laws

Part I – Business Identification and Contact Information

Business Name: Baroni Family, LLC
755 BANFIELD RD
Business Address (include city, state, zip): 40 Pleasant Point Drive, Portsmouth, NH 03801-9000
Telephone Number: (603) 433-5911 E-mail: _____
Contact Person: Joseph R. Baroni
Contact Person Address (If Different): _____

Part II – Check ONE of the following items in Part II [PLEASE NOTE: Most small businesses registering in New Hampshire qualify for the exemption in Part II, Item 1 below. However, you must insure that your business meets all of the requirements spelled out in A), B), and C)]:

1. ☒ **Ownership interests in this business are exempt from the registration requirements of the state of New Hampshire because the business meets ALL of the following three requirements:**
- A) This business has 10 or fewer owners; and
 - B) Advertising relating to the sale of ownership interests has not been circulated; and
 - C) Sales of ownership interests – if any – will be completed within 60 days of the formation of this business.
2. ☐ This business will offer securities in New Hampshire under another exemption from registration or will notice file for federal covered securities. Enter the citation for the exemption or notice filing claimed - _____.
3. ☐ This business has registered or will register its securities for sale in New Hampshire. Enter the date the registration statement was or will be filed with the Bureau of Securities Regulation - _____.
4. ☐ This business was formed in a state other than New Hampshire and will not offer or sell securities in New Hampshire.

Part III – Check ONE of the following items in Part III:

1. ☒ This business is not a New Hampshire corporation or limited partnership.
2. ☐ This business is a New Hampshire corporation or limited partnership and the articles of incorporation or certificate of limited partnership states whether capital stock, memberships, or interests will be sold or offered for sale.

Part IV – Certification of Accuracy

(NOTE: The information in Part IV must be certified by: 1) all of the incorporators of a corporation to be formed; or 2) an executive officer of an existing corporation; or 3) all of the general partners or intended general partners of a limited partnership; or 4) one or more authorized members or managers of a limited liability company; or 5) one or more authorized partners of a registered limited liability partnership or foreign registered limited liability partnership.)

I (We) certify that the information provided in this form is true and complete. (Original signatures only)

Name (print): Joseph R. Baroni, Manager Signature: [Signature]
Name (print): _____ Signature: _____
Name (print): _____ Signature: _____

Date: 4/19/2006